

1 Laurence M. Rosen, Esq. (SBN 219683)  
2 THE ROSEN LAW FIRM, P.A.  
3 355 South Grand Avenue, Suite 2450  
4 Los Angeles, CA 90071  
5 Telephone: (213) 785-2610  
6 Facsimile: (213) 226-4684  
7 Email: lrosen@rosenlegal.com

8 Lead Counsel for Lead Plaintiff and the Class

9 UNITED STATES DISTRICT COURT  
10 CENTRAL DISTRICT OF CALIFORNIA  
11 WESTERN DIVISION

12 BYRON BROWN, TIANQING ZHANG,  
13 AND ROBERTO SALAZAR,  
14 INDIVIDUALLY AND ON BEHALF OF  
15 ALL OTHERS SIMILARLY SITUATED,

16 Plaintiffs,

17 vs.

18 AMBOW EDUCATION HOLDING LTD.,  
19 JIN HUANG, PAUL CHOW, XUEJUN  
20 XIE, MARK ROBERT HARRIS, LISA LO,  
21 DANIEL PHILLIPS, TAO SUN AND  
22 SASHA CHANG

23 Defendants.

CASE No.: 12-cv-5062 PSG  
(AJW)

CLASS ACTION

**PLAINTIFFS' REPLY IN  
FURTHER SUPPORT OF  
NOTICE OF MOTION FOR:  
(1) FINAL APPROVAL OF  
CLASS ACTION  
SETTLEMENT AND PLAN OF  
ALLOCATION; AND (2)  
AWARD OF ATTORNEYS'  
FEES AND  
REIMBURSEMENT OF  
EXPENSES**

Date: March 16, 2015

Time: 1:30 p.m.

Courtroom: 880

Judge: Hon. Philip S. Gutierrez

1 Plaintiffs, by and through their undersigned counsel, respectfully submit  
 2 this reply to address objections and opt-outs that have been received since the  
 3 filing of Plaintiffs' opening papers on February 13, 2015.

4 No objections. The deadline to submit objections to the Settlement was  
 5 February 24, 2015. No objections have been submitted. *See* Supplemental  
 6 Declaration of Josephine Bravata filed herewith ("Supp. Bravata Decl."), ¶5.

7 No requests for exclusion. The deadline to submit a request for exclusion  
 8 was February 15, 2015. No valid requests for exclusion have been submitted *See*  
 9 Supp. Bravata Decl., ¶4.

10 ***The Reaction Of The Class Overwhelmingly Supports Final Approval of***  
 11 ***the Settlement and Requested Fees and Expenses***  
 12

13 In summary, over 5,242 claim forms have been mailed to potential class  
 14 members—which include sophisticated institutional and professional investors.  
 15 Supp. Bravata Decl., ¶3. No objections or valid requests for exclusion have been  
 16 submitted.

17 Given these facts, the reaction of the Settlement Class supports final  
 18 approval and the requested fees and expenses. *See Hanlon v. Chrysler Corp.*, 150  
 19 F.3d 1011, 1027 (9<sup>th</sup> Cir. 1998) (that the "overwhelming majority" stayed in the  
 20 class is "objective positive commentary as to its fairness"); *In re Mego Fin. Corp.*  
 21 *Sec. Litig.*, 213 F.3d 454, 459 (9<sup>th</sup> Cir. 2000) (district court did not err in  
 22 approving a settlement where there was a handful of objectors and one opt-out in a  
 23 5,400 member class); *Petrovic v. AMOCO Oil Co.*, 200 F.3d 1140, 1152 (8<sup>th</sup> Cir.  
 24 1999) (approving settlement where "fewer than 4 percent of the class members  
 25 objected to the settlement"); *Stoetznner v. U.S. Steel Corp.*, 897 F.2d 115, 118-19  
 26 (3<sup>d</sup> Cir. 1990) (Twenty-nine objections out of 281 class members "strongly favors  
 27 settlement").  
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**CONCLUSION**

For all of the foregoing reasons, Plaintiffs respectfully request that the Court finally approve the Settlement and grant the motion for award of counsel fees and reimbursement of expenses and awards to Plaintiff and the Class Representatives.

DATED: March 5, 2015                      Respectfully submitted,

**THE ROSEN LAW FIRM P.A.**

/s/ Laurence M. Rosen  
Laurence M. Rosen (SBN 219683)  
Philip Kim (*pro hac vice*)  
355 South Grand Avenue, Suite 2450  
Los Angeles, CA 90071  
Telephone: (213) 785-2610  
Facsimile: (213) 226-4684  
lrosen@rosenlegal.com

Lead Counsel for Plaintiffs and the Class

**CERTIFICATE OF SERVICE**

I, Sara Fuks, hereby declare under penalty of perjury as follows:

I am an attorney at the the Rosen Law Firm, P.A. I am over the age of eighteen.

On March 5, 2015 I electronically filed the attached **PLAINTIFFS' REPLY IN FURTHER SUPPORT OF NOTICE OF MOTION FOR: (1) FINAL APPROVAL OF CLASS ACTION SETTLEMENT AND PLAN OF ALLOCATION; AND (2) AWARD OF ATTORNEYS' FEES AND REIMBURSEMENT OF EXPENSES** with the Clerk of the Court using the CM/ECF system which sent notification of such filing to counsel of record.

Executed on March 5, 2015

/s/ Sara Fuks

Sara Fuks